

A04000000484

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION

THE VILLAGES AT HALIFAX HOUSING, LTD., LLLP

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DIVISION OF CORPORATIONS

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**AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP OF
THE VILLAGES AT HALIFAX HOUSING, LTD., LLLP**

THE UNDERSIGNED hereby makes and files with the Secretary of State of the State of Florida, this Amended and Restated Certificate of Limited Partnership for the purpose of amending and restating the Certificate of Limited Partnership filed March 26, 2004 under Document Number A04000000484, as affected by a Statement of Qualification for Limited Liability Limited Partnership filed March 26, 2004, as follows:

1. **NAME OF PARTNERSHIP.** The name of the limited partnership shall be **THE VILLAGES AT HALIFAX HOUSING, LTD., LLLP.**

2. **LOCATION OF PRINCIPAL PLACE OF BUSINESS.** The principal place of business of the partnership shall be located at 247 North Westmonte Drive, Altamonte Springs, Florida, 32714, or at such other place or places as the General Partners shall from time to time determine.

3. **NAME AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS.**

W. Terry Costolo, Esquire
301 East Pine Street, Suite 1400
Orlando, Florida 32801

4. **NAME AND BUSINESS ADDRESS OF EACH GENERAL PARTNER.**

Picerne Halifax Housing, LLC
247 North Westmonte Drive
Altamonte Springs, Florida 32714

Villages at Halifax Partners, Inc.
211 North Ridgewood Avenue, #200
Daytona Beach, Florida 32114

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5. **MAILING ADDRESS OF THE LIMITED PARTNERSHIP.**

247 North Westmonte Drive
Altamonte Springs, Florida 32714

6. **LIMITED LIABILITY LIMITED PARTNERSHIP.** The partnership is a limited liability limited partnership.

THIS AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP has been duly executed as of this 7th day of June, 2006 in accordance with Section 620.1202, Florida Statutes.

General Partners

PICERNE HALIFAX HOUSING, LLC, a Florida limited liability company

By: 
Robert M. Picerne, as Manager

VILLAGES AT HALIFAX PARTNERS, INC., a Florida corporation

By: 
Joyours Gamble, President

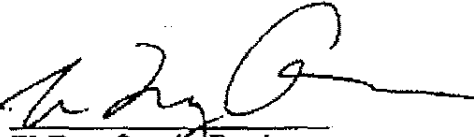
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ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, W. Terry Costolo, accepts the appointment as Registered Agent for **The Villages at Halifax Housing, Ltd., LLLP** and agrees to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

EXECUTED this 7th day of June, 2006.



W. Terry Costolo, Esquire
as Registered Agent

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